

# P97000013305

**CAPITAL CONNECTION, INC.**

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870  
 Mailing Address: Post Office Box 10349, Tallahassee, FL 32302  
 TOLL FREE No. 1-800-342-8062  
 FAX (904) 222-1222

53232

RE: Community Centers Inc.

NAME \_\_\_\_\_  
 FIRM \_\_\_\_\_  
 ADDRESS \_\_\_\_\_  
 PHONE ( ) \_\_\_\_\_

Service: Top Priority \_\_\_\_\_ Regular \_\_\_\_\_  
 One Day Service Two Day Service

To us via \_\_\_\_\_ Return via \_\_\_\_\_

Matter No.: \_\_\_\_\_ Express Mail No. \_\_\_\_\_

State Fee \$ \_\_\_\_\_ Our \$ \_\_\_\_\_

RECEIVED  
 97 APR 19 AM 8:57  
 OFFICE OF SECRETARY

	C.C. FEE.	DISBURSED
<input checked="" type="checkbox"/> Capital Express™		
<input type="checkbox"/> Art. of Inc. File		
<input type="checkbox"/> Corp. Record Search		
<input type="checkbox"/> Ltd. Partnership File		
<input checked="" type="checkbox"/> Foreign Corp. File		
<input type="checkbox"/> ( ) Cert. Copy(s)		
<input type="checkbox"/> Art. of Amend. File		
<input type="checkbox"/> Dissolution/Withdrawal		
<input type="checkbox"/> C U S-		
<input type="checkbox"/> Fictitious Name File		
<input type="checkbox"/> Name Reservation		
<input type="checkbox"/> Annual Report/Reinstatement		
<input type="checkbox"/> Reg. Agent Service		
<input type="checkbox"/> Document Filing		
<input type="checkbox"/> Corporate Kit		
<input type="checkbox"/> Vehicle Search		
<input type="checkbox"/> Driving Record		
<input type="checkbox"/> Document Retrieval		
<input type="checkbox"/> UCC 1 or 3 File		
<input type="checkbox"/> UCC 11 Search		
<input type="checkbox"/> UCC 11 Retrieval		
<input type="checkbox"/> File No.'s, _____ Copies		
<input type="checkbox"/> Courier Service		
<input type="checkbox"/> Shipping/Handling		
<input type="checkbox"/> Phone ( )		
<input type="checkbox"/> Top Priority		
<input type="checkbox"/> Express Mail Prep.		
<input type="checkbox"/> FAX ( ) pgs.		
<b>SUBTOTALS</b>		

97 APR 10 AM 10:41  
 FILED  
 TALLAHASSEE, FLORIDA

REQUEST TAKEN CONFIRMED APPROVED  
 DATE \_\_\_\_\_  
 TIME \_\_\_\_\_ CK No. \_\_\_\_\_  
 BY \_\_\_\_\_

WALK-IN  
 Will Pick Up \_\_\_\_\_

FEE.....	\$ _____
DISBURSED.....	\$ _____
SURCHARGE.....	\$ _____
TAX on corporate supplies.....	\$ _____
SUBTOTAL.....	\$ _____
PREPAID.....	\$ _____
BALANCE DUE.....	\$ _____

Please remit invoice number with payment  
 TERMS: NET 10 DAYS FROM INVOICE DATE  
 1 1/2% per month on Past Due Amounts  
 Past 30 Days, 18% per Annum.

THANK YOU  
 from \_\_\_\_\_  
 Your Capital Connection

P97000013305

ARTICLES OF MERGER  
Merger Sheet

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MERGING:

COMMUNITY ASSISTED LIVING CENTERS, INC., a Fla corp. P96000025541

INTO

JLH ACQUISITION CORPORATION, a Florida corporation, P97000013305

File date: April 10, 1997

Corporate Specialist: Annette Hogan

FILED  
97 APR 10 AM 10:41  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF MERGER**  
**OF**  
**COMMUNITY ASSISTED LIVING CENTERS, INC.**  
**INTO**  
**JLH ACQUISITION CORPORATION**  
**UNDER SECTION 607.1101 OF THE FLORIDA BUSINESS CORPORATIONS**  
**ACT**

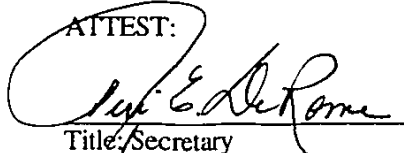
**JLH ACQUISITION CORPORATION**, a Florida corporation ("JLH") and **COMMUNITY ASSISTED LIVING CENTERS, INC.**, a Florida corporation ("Community"), have executed these Articles of Merger in accordance with Section 607.1105 of the Florida Business Corporation Act (the "Florida Corporation Act") for the purpose of effecting the merger of Community into JLH in accordance with Section 607.1101 of the Florida Corporation Law.

1. The plan of merger is as follows:
  - (a) The parties to the merger are JLH and Community, and the surviving corporation in the merger is JLH, which is hereafter referred to as the surviving corporation.
  - (b) The Articles of Incorporation of JLH immediately prior to the effective time of the merger will be the Articles of Incorporation of the surviving corporation.
  - (c) The Bylaws of JLH immediately prior to the effective time of the merger will be the Bylaws of the surviving corporation.
  - (d) The directors and officer of JLH immediately prior to the effective time of the merger will be the directors and officers of the surviving corporation.
  - (e) At the effective time of the merger, each outstanding share of common stock of Community will be converted to 1.5 shares of common stock of Just Like Home, Inc., the parent corporation of JLH.
2. The effective date of the merger is April 4, 1997.
3. The plan of merger was approved by the shareholder of JLH on February 14, 1997.

4. The plan of the merger was approved by the shareholders of Community on March 12, 1997.

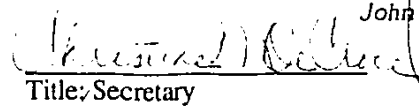
**IN WITNESS WHEREOF**, these Articles of Merger have been executed on the 3th day of April, 1997.

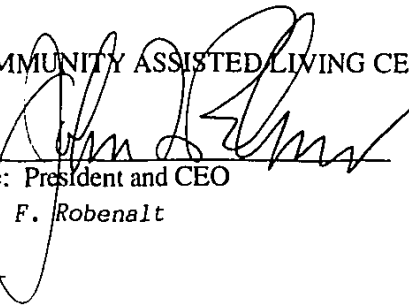
JLH ACQUISITION CORPORATION

ATTEST:  
  
Title: Secretary  
ASSISTANT  
Teri E. DeRome

By:   
Title: President and CEO  
Elizabeth A. Conard

COMMUNITY ASSISTED LIVING CENTERS, INC.

ATTEST:  
  
Title: Secretary  
ASSISTANT  
Christine M. DeCroce

By:   
Title: President and CEO  
John F. Robenalt